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/(54) DIPHENYLAZETIDINONE DERIVATIVES POSSESSING CHOLESTEROL ABSORPTION INDIBLYORY ACTIVITY

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(57) ABSTRACT

Compounds of formula (i) (wherein variable groups are as defined within) pharmaceutically screptable saits, solvates, solvates of such saits and prodrigs thereof and their use as cholesterol absorption inhibitors for the treatment of hyper-lipidscands are described. Processes for their manufacture and phermacentical compositions containing them are also described

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-continued			
Compound (I)	Caes Villa (10° tm/sec)		
N-{ 4-((2R,3R)-1-(4-fluorophenyi)-3-{ 2- (4-fluorophenyi)-3-bydronyithyilphis}-4- one-midin-3-yilphenonyisonyi)physyi-D-hwine	0.3		
1-(+-Thinnyhony))-3-(V)-(2-(4-Thinnyhony))-2- hydoxy-akythila) +-(R)-(4-(R-(M-R)- (phasy)-1-(R)-(m-kony)-phyl(phany)-knochy() ca/bamoy/methoxy/phany()-makida-2-ana	0.09		

1. A compound of focustle (I):

myl group may be optionally substituted by one or two substituents telected from balo, hydroxy, C. Lasticyl or C. Jasticoxy;

 \mathbb{R}^3 is hydrogen, alkyl, halo, C_{j-q} alkowy or C_{j-q} #Ikyl8 ;

R4 is hydrogen, C1-4 alkyl, halo or C1-4alkony;

 \mathbb{R}^n is hydrogen, C_{i-d} elky!, or sryl C_{i-d} alky!;

wherein R⁹ and R² may form a ring with 2-7 outbox stome and whorein R⁶ and R² may form a ring with 3-6 carbon

or a phagmacontically acceptable calt, solvate, tolvate of such a salt or a produing thereof;

R¹ is hydrogen, C_{1.4}sikyl, C_{1.4}cycloalkyl or styl; wherem said C_{1.4}sikyl may be optionally substituted by one or more hydroxy, amino, guanidiao, carbamoyl, carboxy, Cimplicacy, N-(Cimplico, N.N-(C_{1.0}elkyl) amino, C₁-C₂ alkylcarbonylamino, C_{1.0}elkylS(O), whorein a is 0-1, C_{2.0}eyelcalkyl or myl; and wherein my myl group may be optionally substituted by one or two substituents selected from

halo, hydroxy, C_{1-c}alleyl or C_{1-c}alkoxy;

R² and R³ are independently hydrogen, a branched or unbranched C_{1-c}alkyl, C_{2-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be updocally substituted

with the provise that said compound is not 3-(R)-4-(R)-I-(phonyl)-3-[2-(4-thromphonyl)-2-hydroxyethyhaulphany!]-4-[4-(N-{N--[(R)-1-(ex-boxy)-2-(bydroxy)cthyl |carbamoylmathyl) carbanoylmethoxy) phony/[azeristin-2-one; or 3-(R)-4-(R)-1-(phony/]-3-[2-(4-fluorophenyl)-2-bydroxyethylsulphanyl]-4[] 4-[N--((R)-a-(N---[(S)-1-(earboxy)-2-(bydroxy) ethyl jest barnay! } benty!)carbamoy!methoxy] phonyl}azetidia-2-one.

2. A compound of formula (12):

phan worach

by one or more hydroxy, amino, guanddino, cyano. carbamoys, carboxy, C_{1.0}alkoxy, by C_{1.0}alkoxy, (C_{1.0}C_{1.0}alky), hy C_{1.0}alkylimming (KAN (C_{1.0}alkyl)) amino, C_{1.0}alkylS(O)_e, C_{1.0}cylimmyl, any or any C_{1.0} alkylS(O)_e, wherein a is 0.2; and wherein any wherein:

R1 is hydrogen, C1_alkyl, C3_srycloulkyl or sryl; wherein said C1_alkyl may be optionally substituted by one or more hydroxy, smino, guanidizo, christmoyl, carboxy, Cicalkoxy, N-(Challed)ambo,

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N.N.(C_{1.0}elkyl)₂maino, C₁-C₀ sikylmetonylamino. C_{1.0}elkylS(O)₀ wherein a is 0-2, C_{1.0}cyclonky) or aryl: and wherein any aryl group may be optionally enbuirmed by one or two substituents selected from halo, hydroxy, C_{1,6}slkyl or C₁₋₆slkoxy;

R² and R³ are independently hydrogen, a brenched or unbranched C₁₋₆alkyl, C₂₋₆cycloalkyl or aryl; wherein said Ci_alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, systee. carbamoyi, carboxy, C_{1-d}alkoxy, aryi C_{1-d}alkoxy, (C₁-C₄)₃Si, N=(C_alkyl)amino, NN-(C_{1-a}alkyl).

2amino, C₁-(alkyl)(O), G₂-cycloalkyl, aryl or aryl C, alkyl5(0), wherein a is 0-2; and wherein any 24 parties aryl group may be optionally substituted by one of two substituents selected from halo, hydroxy, C., alkyl or C. stillowsy;

> R³ is hydrogen, alkyl, halo, C₁₋₀ alkowy or C₁₋₀ alkyls...:

R⁴ is hydrogen, C_{1.4} alkyl, halo or C_{1.6}a9coxy;

 \mathbb{R}^6 is hydrogen, C_{1-6} alkyl, or seyl C_{1-6} alkyl;

wherein \mathbb{R}^3 and \mathbb{R}^2 may form a ring with 2-7 carbon stoms and whereig R⁴ and R² may form a ring with 3-6 carbon

or a pharmsquitically acceptable sait, solvate, solvate of such a sait or a prodrug thereof,

with the provise that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxycthylstulphagy()-4-[4-(N--[N---](R)-1-(carboxy)-2-(hydruxy)ethyl]carbamoylmothyl]ourbamoylmethoxy) pheny!]azatidin-2-one; or 3-(R)-4-(R)-1-(pheny!)-3-[2-(4-fluorophenyi)-2-bydroxycthyisulphanyi]-4-{4-{N ((R)(R-)N [(B)-1-(=arhoxy)-2-(hydraxy) ethyl]carbamoyi]benzyl)carbamoylmethoxyl phenyl}azetldin-2-opp.

3. A compound according to claim 1, wherein: R1 is hydrogen or phonyl.

4. A compound according to cisim 1, wherein:

R² is hydrogen, a branched or unbranched C_{1.5}slkyl, Careyeloalky) or aryl; wherein said Caralkyl may be y optionally assistituted by one or more hydroxy, amino, mylamino,

C1. palkyl5(Corporation a is 0-2, C5-seyelosaky) or myl: and wherein any anyl group may be optionally substitoted by hydroxy, alkyl, alkoxy or cyano.

5. A compound according to claim 1, wherein:

R³ is hydrogen, C₁-C₂ulkyl, halo or methoxy.

6. A compound seconding to obtin 1, wherein:

 \mathbb{R}^3 is hydrogen, methyl, chlorine, fluorine, $\mathbb{C}_{1:4}$ alkyl \mathbb{S}_{-1} , or mathoxy.

7. A compound eccepting to alaim 1, wherein:

R4 is hydrogen or halo.

8. A compound according to claim 1, wherein:

R4 is chierine or fluorine.

A compound secording to claim 1, wherein:

 R^d is hydrogen, C_{r-d} alkyl, any K_{1-d} alkyl or R^d and R^d form a ring with 3-6 carbon atoms.

10. A compound according to claim 1, wherein:

R1 is hydronem.

R2 is a branched or unbranched Casalkyl, optionally substituted by a Cameyelesskyl, alkyl5...., aryl optionally substituted by hydroxy or cyano, amino, N-(C₁. salkyl)amipo, N,N-(C1.5nlkyl)2-amino or aryl C1.5 alkylS(O),, wherein s is 0-2;

R³ and R⁴ are halo:

R^s is hydrogen or C₁₋₅ alkyl; and

R⁰ is hydrogan.

11. One or more compounds chosen from:

N-{[4-((2R,3R)-1-(4-floorophenyl)-3-{[2-(4-flooropheayl)-2-hydroxyethyl]thio}-4-oxozzaidin-2-yl)phenoxy] acctyi)glycyl-N6-acctyi-D-lysinc;

1-(4-l/borophenyi)-3-(R)-[2-(4-fluorophenyi)-2-hydroxycthy?thio)=4-(R)={4-[N-{N-[Z-(phenyl)-1-(R)-(carboxy)ethyl]earbamoyimethyl}earbamoyimethoxy] phenyl azetidin-2-me;

N-.[[4-((2ft,3K)-1-(4-HuorophenyI)-3-[[2-(4-Huorophenyl)-2-hydroxyothyljshio}-4-oxoazetidin-2-yl)phenoxyj acetyl)glycyl-D-valine;

N-{|4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyljthio}-4-oxoszetidio-2-yl)phanoxy) acety [] glycyl-D-tyroxine;

 $N-\{[4-(2R,3R)-1-(4-fluorophenyl)-3-\{[2-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-fluorophenyl)-3-([4-(4-(4-fluorophenyl)-3-([4-(4-(4-(4-fluorophenyl)-3-([4-(4-(4-fluorophenyl)-3-([4-(4-(4-fluorophe$ ny/1)-2-bydrowyethyl]thio)-4-oxoazetidin-2-yl)phesexy] acety))glycy(-D-proline;

N-{[4-((2R,3R)-]-(4-fluorophony])-3-{[2-(4-fluorophonyl)-2-hydroxycdryl]thio}-4-exoazetidin-2-yl)phenoxy] acetyl) glycyl-D-lysine;

N-{[4-((2R,3R)-1-(4-floorophenyl)-3-{[2-hydroxy-2-(4methoxypheayl)ettiyi|thio}-4-oxuszetidiz-2-yi)phenoxy| acetyl)glypyl-D-valine.

N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyi)-2-hydraxycthyl]thio}-4-ozosyntidia-2-yi)phetioxy] acety) glycyl-2-butylaarleacine;

N-{[4-((2R,3R)-1-(4-Flaceraphenyl)-3-{[2-(4-fluorophenyl)-2-hydroxysthyl]thio}-4-oxoazetidio-2-yl)phenoxy] acetyl}glycyl-5-methyl-L-cymeine;

 $N-f(4-((2R,3R)-1-(4-chlorophenyl)-3-\{|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|2-(4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlorophenyl)-3-(|4-chlor$ nyl)-2-hydroxyothyl]thio}-4-oxoszetidin-2-yl)phanoxy] acetyl) gtycyl-3-cyclobacyl-D-slamne;

N-{|4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluoropheayl)-2-hydroxyothyl)thio}-4-oxoszetidin-2-yl)phenoxy] acetyl) glycyl-3-cyclohexyl-D-alanino;

N-{[4-((2R_a3R)-)-(4-fluorophenyl)-3-{(2-(4-fluorophenyl)-2-hydroxyethyl [t][2]-4-oxunzetidin-2-yl)phenoxy] acetyl)glycyl-4-methyljdpclns;

N-{[4-((2K,3R)-1-(4-Photophenyl)-3-([2-(4-fluorophenyl)-2-hydroxycthyl]thio}-4-excezetidia-2-yl)ph=nexy] acqyi}-i,-almyl-D-valine;

rorantit.

methyl teucine

PAGE 4/24 * RCVD AT 7/9/2008 4:18:46 PM (Eastern Daylight Time) * SVR:USPTO-EFXRF-4/13 * DNIS:2738300 * CSID: * DURATION (mm-ss):16-32

N-[[4-((2R,3R)-1-(4-finorophenyl)-3-{[2-hydroxy-2-(4-methylphenyl)ethyl]thio}-4-excezettkin-2-yt)phenoxy} acetyl]glycyl-ID-valine;

N-{[4-((2R,3R)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxozostidin-2-yl)phenoxy] sextyl]glysyl-D-valine;

N-{[4-((2R,3R)-1-(4-chlorophenyl)-3-{(2-(4-chlorophenyl)-2-hydroxyethyl)thio}-4-oxonzenidin-2-yl)phenoxy]
acetyl}glysyl-3-methyl-D-valine;

N-{[4-((ZR,3R)-1-(4-fluorophenyi)-3-{[2-(4-fluorophe- \nyi)-2-bythoxyethyi)fisio}-4-oxonzotidin-2-yi)phecoxy] scetyi}giyeyi-3-(2-naphthyi)-D-alsoine;

N-[[4-((2R,3R)-1-(4-flumophenyl)-3-[[2-(4-flumophenyl)-2-hydroxyethyl]thio]-4-oxonoxidin-2-yl)phenoxy)
scryl]glycyl-3-methyl-D-valine;

N-{[4-((2R_3R)-1-(4-fluorophemy1)-3--[[2-(4-fluorophemy1)-2-hydroxyethy1]thio}-4-oxoszetidin-2-y1)phanoxy] acetyl}glyoyl-(3R_4S_5R)-3_4_5_6-tetrahydroxy-12-norleucine;

N-{(4-\((2R,3R)-)-(4-Plucropheny))-3-\([2-(4-flucropheny))-2-lrydroxycthy|]thio}-4-excazatidin-2-yl)phenoxy|
souty| glyoyl-N,2 dimethylatening;

N-({4-)(2R,3R)-1-(4-Photophenyl)-(-(1-2)hydroxy-2-(4-(racthyllhio)photoyljethyl}thio)-4-monzibriin-2-vij photoxylacetyl)ghycyl-3-mothyl-D-valing-valing-

N-{[4-((2R,3R)-1-(4-flumophenyl)-3-([2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-onorzation-2-yl)phenoxy]
acetyl}glycyl-S-(4-pothylbenzyl)-D-cysteino;

N-{(4-((2R,3R)-1-(4-fluorophonyl)-3-{(2-(4-fluorophonyl)-2-hydraxyethyl]thio}-4-oxoszetidin-2-yl)phonnxy] scetyl]glycyl-5-(text-butyl)-D-cysteine; and

N-{14-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-omezetidin-2-yl)phenoxy] scatyl}glyoyl-b,b-dimethyl-D-phenylalanino.

12. A compound of the formula (XV) or hydrolysable esters or amides thereof:

wherein:

R' is hydrogen, C_{1.0}alkyl, C_{2.4}cycloalkyl or aryl; wherein said C_{1.0}alkyl may be optionally substituted by one or more hydroxy, amino, guandidan, carbon, cyl., carboxy, C_{1.0}alkyl, N—(C_{1.0}alkyl)amino, NAN (C_{1.0}alkyl)amino, C_{1.0}C. alkyloarboxy-

lamino, $C_{1...d}$ alky/S(O), wherein a is 0-2, $C_{1...d}$ eyolcolkyl or anyl; and wherein any anyl group may be optionally substituted by one or two substituents selected from halo, hydroxy, $C_{1...d}$ kyl or $C_{1...d}$ alkyn;

R³ and R³ are independently hydrogen, a branched or unbranched C_{1-c}alkyl, C_{2-c}oyokcalkyl or aryt; wherein and C_{1-c}alkyl may be optionally unbatituted by one or more hydroxy, amino, guantidine, carbamoyl, carboxy, C_{1-c}alkoxy, aryl C_{1-c}alkoxy, (C₁-C₄), Si, N--(C_{1-c}alkoxy, C_{1-c}alkylsQ), so B₂Alemino, N,N--(C_{1-c}alkyl)_{2-c}amo, C_{1-c}alkylsQ), so B₂Alemino, N,N--(C_{1-c}alkyl)_{2-c}amo, C_{1-c}alkylsQ), so B₂Alemino, N,N--(C_{1-c}alkyl)_{2-c}amo, C_{1-c}alkylsQ), so C_{1-c}alkylsQ, better in a is 0-2, C_{2-c}cycloalkyl and wherein any aryl group may be optionally and ballyley one or two substituents selected from ball, hydroxy, C_{1-c}alkyl or C_{1-c}alkoxy;

R³ is hydrogen, alkyl, halo, C_{1-s}alkowy or C_{1-s} alkylS--:

R⁴ is hydrogen, C₁₋₅ alkyl, halo or C₁₋₅ Beery, R⁴ is hydrogen, C₁₋₅ alkyl, or arylC₁₋₆ alkyl; and R⁷ is an hydroxy group or a C₁₋₅ alkoxy group;

wherein R² and R² may form a ring with 2-7 carbon atoms and wherein R² and R² may form a ring with 3-5 carbon atoms;

or a pharmaceunically acceptable solt, solvete, solvete of such a solt or a produce thereof:

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-finorophenyl)-2-hydroxyeth-ylsolphenyl]-4-[4-(N-{N--[(R) — 1-(carboxy)-2-(hydroxy)ethyl]

carbamoyinethyl]carbamoyinethoxy)phenyl]
tzetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-(2-(4-(luorophenyl)-2-hydroxyethylsulphanyl)-4-(4-[N—((R)-o-(N—(S)-1-(oarbaxy)-2-(hydroxyethyl)]
carbamoyi|benzyl)carbamoyimethoxy]
phenyl|aretidin-2-one

13. A motiod of treating or preventing a hyperlipidomic condition comprising the administration of an effective amount of a compound according to claim 1 to a mammal in hard thermal.

14. A method of trusting or preventing atheresclerosis comprising the administration of an effective amount of a compound according to claim 1 to a manneral in need thereof.

15. A method for treating or preventing Alzhamers' discuse comprising the administration of an effective amount of a compound according to claim 1 to a mammal in need thereof.

16. A method for treating or preventing a cholesterol associated atmost comprising the administration of an officative amount of a compound according to claim 1 to a manufact in need thereof.

17. A pharmaceutical formulation comprising a compound according to their 1 in edminture with a pharmaceutically acceptable adjuvent, dilucus and/or carrier.

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15. A combination of a compound according to formula

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wherein:

R¹ is hydrogen. C_{1-s}alkyl C_{3-c}cycloalkyl or aryl; wherein said C_{1-s}alkyl may be optionally substituted by one or more hydroxy, amino, guznidino, carbanyoyl, carboxy, C_{1-s}alkoxy, N—(C_{1-s}alkyl)-amino, N.N-(C_{1-s}alkyl)-amino, C₂-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C₃-C_{3-s}alkyl-amino, C_{3-s}alkyl-amino, C_{3-s}alkyl-

halo, hydroxy, C_{1-c}alkyl or Callkoxy;

R² and R³ are independently hydrogen, a branched or unbranched C_{1-c}alkyl C_{2-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, smino, guanidino, cyano, carteriotyl.

carboxy, C_{1-p} alkoxy, aryl C_{1-p} alkoxy, $(C_1-C_n)_p$ Si, $N-(C_{1-p}$ alkyl)amino, $N_1N-(C_{1-p}$ alkyl)amino, $N_1N-(C_{1-p}$ alkyl)amino, C_{1-p} alkylS(O), C_{2-p} oyclozikyl, aryl or aryl C_{1-p} alkylS (O), wherein a is 0-2; and wherein any tryl group may be optionally substituted by one or two substitutents selected from halo, hydroxy, C_{1-p} alkyl or C_{1-p} alkoxy; R^3 is hydrogen, alkyl, halo, C_{1-p} alkoxy or C_{1-p} alkylS—;

R⁴ is thydrogen, C_{1.0} alkyl, balo or C_{1.0} alkony; R⁵ is hydrogen, C_{1.0} alkyl or anylC_{1.0} alkyl; wherein R⁵ and R² may form a ring with 2-7 carbon stoms and wherein R⁴ and R² may form a ring with 3-6 carbon atoms;

or according to formula (12)

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wherein sold C₁alkyl may be optionally or aryl; wherein sold C₁alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, exchangel, carboxy C_{1-a}alkoxy, N- (C_{1-a}alkyl)amino, wherein a-1s 0-2, C_{2-a}cyclosikyl or aryl; and wherein any aryl group may be optionally substituted by one or two substitutents selected from halo, hydroxy, C_{1-a}alkyl or C_{1-a}alkoxy;

R² and R³ are independently hydrogen, a basached or unbranched C_{1-s}alky)

C₂ cyclosikyl or aryl; wherein said C_{1,2}alkyl may be optionally substituted by one or more hydrony, amino, grantdino, cyano, carbamoyl, carboxy, C₁₋₂alkoxy, aryl C_{1,2}akoxy, (C₁-C₁),Sl, N—(C_{1,2}akyl)mino, N,N—(C_{1,3}akyl)mino, N,N—(C_{1,3}akyl)mino, N,N—(C_{1,4}akyl)mino, N,N—(C_{1,5}akyl)mino, N,N

Calkyl of Calkosy; is hydrogen, alkyl, balo, Casalkosy or Cas

R⁴ is hydrogen, C₁₋₄elkyl, halo or C₁₋₄elkoxy: R⁵ is hydrogen, C₁₋₄ alkyl or stylC₁₋₅ alkyl

wherein R⁵ and R² may form a ring with 2-7 curbon atoms and wherein R⁴ and R² may form a ring with 3-6 carbon atoms;

with a PFAR alpha and/or gamma agents.

19. A combination of a compound according to formula

wherein:

R' is bydrigup, C_{1,0}alkyl, C₂cykloalkyl or aryl;
wherein said C₁olkyl may be epilonally attendment
by one or more hydroxy, straine, guanidine, carbonoyl, carboxy, C_{1,0}alkoxy, N · (C_{1,0}alkyl)anno,
N N · (C_{1,0}alkyl)anno,
N N · (C_{1,0}alkyl)anno,

oyl, carboxy—Contakoxy. N (Contayl) armoo, N.N-(Contayl) armoo, Contayl armoo, Co

R² and R⁶ are independently hydrogen, a branched or unbranched C_{1-s}sikyl C_{2-o}cycloalkyl or styl; wherein said C_{1-s}sikyl may be optionally substituted by one or more hydroxy, amino, guantidae, cyspe, carbamoyl, carbavey, C_{1-s}sikyosy, styl C_{1-s}sikoncy, (C₁-G₂)_Skl, N·(C_{1-s}sikyl)minoy

N·(C_{1-s}sikyl)minoy

(1)_{st} wherein a is 0-2; and wherein any styl C_{1-s} sikyls (1)_{st} wherein a is 0-2; and wherein any styl group may be optionally substituted by one or two substitutens effected from halo, bydroxy, C_{1-s}sikyl or C_{1-s}sikoncy; R³· is hydrogen, alkyl, halo, C_{1-s}sikoncy or C_{1-s} alkyls · 1

Re is hydrogen, Ci-4 alkyl balo or Ci, salkoxy;

 R^d is hydrogen, C_{i-d} alkyl, or anyl C_{i-d} alkyl;

wherein R³ and R² may form a ring with 2-7 carbon aroms and wherein R⁴ and R² may form a ring with 3-6 carbon atoms: a.

R) OH OH OH

A 9

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or according to formula (12)

wherein

R¹ is hydrogen, C_{1-p}alkyl, C_{2-o}cycloalkyl or myl; wherein sein C₁-kyl may be optionally submitted by one or more hydroxy. amino, guanidian, curbamoyl, carbany C_{1-p}alkony. N--(C_{1-p}alkyl)amino, N,N-(C_{1-p}alkyl)₂amino, C₁-C_palkylamino, C_{1-p}alkylS(O)_p wherein a is 0-2.-C_{1-p}cycloalkyl or anyl; and wherein any pryl group may be optionally substituted by one or two substitutes selected from halo, bydroxy, C_{1-p}alkyl or C_{1-p}alkoxy;

unhranched C_{1-c}alkyl C_{2-c}cycloallyl or anyl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, tenino, guandino, cyano, cartemoyi, carboxy, C_{1-c}alkoxy, aryl C_{1-c}alkoxy, (C₁-C₂)₂Si, N—(C_{1-c}alkyl)amino, N,N-(C_{1-c}alkyl) amino, C_{1-c}alkylS(O)_c, C_{2-c}cycloalkyl, aryl or aryl C_{1-c}alkylS(O)_c whomin a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituteds selected from halo, hydroxy, C_{1-c}alkyl or C_{1-c}alkoxy;

R² and R³ are independently hydrogen, a branched or

R³ is hydrogen, alkyl, helo, C, elikoxy or C₁₋₆ alkylS ;

 R^{α} is hydrogen, $C_{i,\alpha}$ alkyl halo or $C_{i,\alpha}$ alkowy;

R⁶ is hydrogen, C₁₋₆ slkyl or arylC₁₋₆ alkyl; wherein R⁶ had R² may form a ring with 2-7 carbon stone and wherein R⁶ and R² may form a ring with 3-6 carbon atoms:

with an HMG Co-A reductase Inhibitor.

20. A process for preparing a compound or a pharmacoutically acceptable salt, solvete, solvete of such a sait or a produce thereof comprising: a) reseting a computed of formula (II):

with a compound of formula (III):

b) reacting an acid of formula (IV):

or an activated derivative thereof:

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(V)

(VII)

with an amine of formula (V):

c) reacting an acid of formula (VI):

or an activated derivative threatly, with an amine of formula (VII):

d) reducing a compound of formula (VIII):

with a compound of formula (X):

f) reacting a compound of formule (XI):

with a compound of formula (XII):

(707)

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g) De-esterifying a compound of formula (XIII)

wherein the group C(O)OR is an error group; and wherein:

R' is hydrogen, C_{1...} alkyl, C_{2...} cycloalkyl or sayl, wherein said C_{1...} alkyl may be optionally substituted by one or more hydroxy, amine, guanidise, sarbsmayl, carboxy C_{1...} alkyl, mine, NN-(C_{1...} alkyl) amine, NN-(C_{1...} alkyl) amine, C_{1...} alkyls arboxyl amine, C_{1...} alkyls arboxyl or aryl, and wherein a is 0-3, C_{3...} cycloalkyl or aryl, and wherein any aryl group may be optionally substituted by one or two substitutems selected from hale, hydroxy, C_{1...} alkyl or C_{1...} alkoxy;

or Circulatory;

R² and R² are independently hydrogen, a branched or unbranched C_{1...}alkyl C_{3...}sycloakyl or anyl; wherein said C_{1...}alkyl may be optionally substituted by one or more hydrogen emino, guanidize, syano, carbanoyl, carbony, C_{1...}alkony, anyl C_{1...}alkony. (C, -C_{4...}Si. N.—(C_{1...}alkyl-lamino, N,N-(C_{1...}alkyl-lamino, C, slkylS(O), C_{1...}Cocolakyl anyl or anyl C_{1...}alkylS(O), wherein are 1-2; and wherein any anyl group may he optionally substituted by one or two substituted schedule from halo, bydroxy, C_{1...}alkyl, or C_{1...}alkony;

R³ is bydrogen, ulkyl, halo, C_{1...}alkony or C_{1...}alkylS—;

R⁴ is hydrogen. C_{1...}alkyl, halo or C_{1...}alkony;

R⁶ is hydrogen, C_{1.6} sikyl or stylC_{2.6} sikyl; wherein R⁵ and R² may form a ring with 2-7 carbon atoms and wherein R⁶ and R² may form a ring with 3-6 carbon atoms; and

L is a displaceable group; and thereafter optiobally:

 i) converting a compound of the formula (I) into snother compound of the formula (I);

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 (ii) forming a pharmaconically acceptable sait, solvate, solvate of such a sait or a product, or

iv) separating two or more enantiomers.

71. A method of treating or preventing a hyperlipidsmic condition comprising the administration of an effective amount of a compound according to claim 12 to a manufal in need thereof.

22. A method of treating or prevening atherosclerosis comprising the administration of an effective amount of a compound according to claim 12 to a mammal in need thereof.

23. A method for treating or proventing Alzheimers' disease comprising the administration of an effective amount of a compound according to claim 12 to a manual in need thereof.

24. A method for treating or provening a cholesterol associated remor comprising the administration of an effective amount of a compound according to claim 12 to a memmal in need thereof.

25. A pharmaceutical formulation comprising a compand secording to claim 12 in admixture with a pharmacautically acceptable adjuvant, dilucut and/or courier.

36. A process according to claim 20 wherein L is a

helogen or sulphonyloxy group.

27. A process according to claim 26 wherein L is a chloro,

27. A process according to claim 26 wherein L is a chloro, brome, methanistilphonyloxy or tolume-4-sulphonyloxy group.

28. A process according to claim 20 wherein the C(O)OR, aster group is methoxycarbonyl, ethoxycarbonyl, t-butoxycarbonyl, or boxyloxycarbonyl.

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Preliminary Arrienament.

DOCKET NO.: ASZN0107-100 (101340-1P US)

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In the Claims:

The current status of all claims is listed below and supercedes all previous lists of claims.

Please amend claims 1-20, and add new claims 21-28 as follows.

1. (currently amended) A compound of formula (I):

wherein:

R¹ is hydrogen, C_{1-c}alkyl, C_{3-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-c}alkoxy, N-(C_{1-c}alkyl)amino, N,N-(C_{1-c}alkyl)₂amino, C_{1-c}alkylcarbonylamino C_{1-c}alkylS(O)₄ wherein a is 0-2, C_{3-c}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-c}alkyl or C_{1-c}alkoxy;

R² and R⁵ are independently hydrogen, a branched or unbranched C₁₋₆alkyl,

C₃₋₆cycloalkyl or aryl; wherein said C₁₋₆alkyl may be optionally substituted by one or more
hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C₁₋₆alkoxy, aryl C₁₋₆alkoxy, (C₁-C₄)₃Si,

N-(C₁₋₆alkyl)amino (N,N)(C₁₋₆alkyl)₂amino, G₁₋₆alkylS(O)₂, C₁₋₆alkylS(O)₃, C₃₋₆cycloalkyl, aryl or
aryl C₁₋₆ alkylS(O)₃, wherein a is 0-2; and wherein any aryl group may be optionally substituted
by one or two substituents selected from halo, hydroxy, C₁₋₆alkyl or C₁₋₆alkoxy;

R3 is hydrogen, alkyl, halo, C1.6alkoxy or C1.6 alkylS-;

R⁴ is hydrogen, C₁₋₆ alkyl, halo or C₁₋₆ alkoxy;

R⁶ is hydrogen, C₁₋₆ alkyl, or arylC₁₋₆ alkyl;

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wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable sait, solvate, solvate of such a sait or a prodrug thereof:

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4illusrophenyl)-2-hydroxyethylsulphanyl]-4-[R-(N-[N-1-(carboxy)-2(hydroxy)ethyl]carbamoylmethyl]carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[N-((R)-0-(N-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl)benzyl)carbamoylmethoxy]phenyl]azetidin-2-one.

2. (currently amended) A compound of formula (I2):

wherein:

R¹ is hydrogen, C_{1-c}alkyl, C_{3-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, amino, guaridino, carbamoyl, carboxy, C_{1-c}alkoxy, N-(C_{1-c}alkyl)amino, N.N-(C_{1-c}alkyl)₂amino, G_{1-c}alkyl-carbonylamino, C_{1-c}alkylS(O), wherein a is 0-2, C_{3-c}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-c}alkyl or C_{1-c}alkoxy;

R² and R⁵ are independently hydrogen, a branched or unbranched C₁₋₆alkyl,
C₃₋₆cycloalkyl or aryl; wherein said C₁₋₆alkyl may be optionally substituted by one or more
hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C₁₋₆alkoxy, aryl C₁₋₆alkoxy, (C₁-C₄)₂Si,
N-(C₁₋₆alkyl)amino, N,N-(C₁₋₆alkyl)₂amino, G₁₋₆alkylS(O)₂, C₁₋₆alkylS(O)₂, C₃₋₆cycloalkyl, aryl or

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aryl C_{1-6} alkylS(O)_a, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-6} alkyl or C_{1-6} alkoxy;

R³ is hydrogen, alkyl, halo, C₁₋₆alkoxy or C₁₋₆ alkylS-;

R4 is hydrogen, C1-5 alkyl, halo or C1-salkoxy;

R⁶ is hydrogen, C₁₋₆ alkyl, or arylC₁₋₆ alkyl;

wherein R^3 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof;

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-(N-{(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl}carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-{4-[N-((R)- α){N-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl}benzyl)carbamoylmethoxy]phenyl}azetidin-2-one.

- (currently amended) A compound according to claim 1 or 2, wherein:
 R¹ is hydrogen or phenyl.
- (currently amended) A compound according to any of the preceding claims claim 1, wherein:

R² is hydrogen, a branched or unbranched C_{1-c}alkyl, C_{3-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, amino, acylamino, C_{1-c}alkylS(O)_a wherein a is 0-2, C_{3-c}cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by hydroxy, alkyl, alkoxy or cyano.

5. (currently amended) A compound according to easy of the preceding claims claim 1, wherein:

R³ is hydrogen, C₁-C₂alkyl, halo or methoxy.

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- (currently amended) A compound according to any of the preceding claims claim 1,
 wherein:
 - R³ is hydrogen, methyl, chlorine, fluorine, C₁₋₆ alkylS-, or methoxy.
- (currently amended) A compound according to any of the proceeding claims claim.
 wherein:
 - R4 is hydrogen or halo,
- 8. (currently amended) A compound according to any of the preceding claims claim 1, wherein:
 - R4 is chlorine or fluorine.
- (currently amended) A compound according to easy of the preceding claim 1,
 wherein:
- R⁶ is hydrogen, C₁₋₆ alkyl, arylC₁₋₆alkyl or R⁶ and R² form a ring with 3-6 carbon atoms.
- 10. (currently amended) A compound according to claim 1, wherein:
 - R¹ is hydrogen;
- R^2 is a branched or unbranched C_{1-4} alkyl, optionally substituted by a C_{2-6} cycloalkyl, alkylS-, aryl optionally substituted by hydroxy or cyano, amino, N-(C_{1-6} alkyl)amino, N-(C_{1-6} alkyl)2amino or aryl C_{1-6} alkylS(O)2, wherein a is 0-2 0-2;
 - R³ and R⁴ are halo:
 - R⁵ is hydrogen or C₁₋₆ alkyl; and
 - R⁶ is hydrogen.
- 11. (currently amended) One or more compounds chosen from:
- N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyi-N⁵-acetyl-D-lysine;
 - 1-(4-1-horophenyl)-3-(R)-[2-(4-fluorophenyl)-2-hydroxyzthylthio]-4-(R)-(4-[N-{N-[2-

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- (phenyl)-1-(R)-(carboxy)ethyl]carbamoylmethyl]carbamoylmethoxy)phenyl] azetldin-2-one;
- N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxozzetidin-2-yl)phenoxy]acetyl}glycyl-D-valine;
- $N-\{[4-((2R,3R)-1-(4-fluorophenyl)-3-\{[2-(4-fluorophenyl)-2-hydroxyethyl]thio\}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-tyrosine;$
- N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-D-proline;
- $N-\{\{4-((2R,3R)-1-(4-fluorophenyl)-3-\{(2-(4-fluorophenyl)-2-hydroxyethyl]thio\}-4-oxoazetidin-2-yl)phenoxy]acetyl]glycyl-D-lysine;$
- $N-\{[4-((2R,3R)-1-(4-fluorophenyl)-3-\{[2-hydroxy-2-(4-methoxyphenyl)ethyl]thio\}-4-oxoazendin-2-yl)phenoxy]acetyl\}glycyl-D-valine;$
- $N-\{[4-((2R,3R)-1-(4-fluorophenyl)-3-\{[2-(4-fluorophenyl)-2-hydroxyethyl]thio\}-4-oxozzetidin-2-yl)phenoxy]acetyl}glycyl-2-butylnorleucine;$
- $N-\{[4-((2R,3R)-1-(4-Pluorophenyl)-3-([2-(4-fluorophenyl)-2-hydroxyethyl]thio]-4-oxoazetidin-2-yl)phenoxy]acetyl}giycyl-S-methyl-L-cysteine;$
- N-{[4-((2R,3R)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-3-cyclohexyl-D-alanine;
- N-{[4-((2R,3R)-1-(4-fluorophenyi)-3-{[2-(4-fluorophenyi)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl]glycyi-3-cyclohexyl-D-alanine;
- N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-([2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-4{methylleucine;
- $N-([4-((2R,3R)-1-(4-Fluorophenyl)-3-[7-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy[acetyl]-L-alanyl-D-valine;$
- N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-hydroxy-2-(4-methylphenyl)ethyl]thio}-4-oxoazetidin-2-yl)phenoxy|acetyl}glycyl-D-valine;
- N-{[4-((2R,3R)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxozetldin-2-yl)phenoxylacetyl)glycyl-D-valine;
- N-{[4-((2R,3R)-1-(4-chlorophenyl)-3-{[2-(4-chlorophenyl)-2-hydroxyethyl]thio}-4-oxozzetidin-2-yl)phenoxy]zeetyl}glycyl-3-methyl-D-valine;
 - N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-

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oxoazetidin-2-yl)phenoxy[scetyl]glycyl-3-(2-naphthyl)-D-alanine;

 $N-\{[4-((2R,3R)-1-(4-fluorophenyl)-3-\{[2-(4-fluorophenyl)-2-hydroxyethyl]thio\}-4-oxozzetidin-2-yl)phenoxylecetyl glycyl-3-methyl-D-valine;$

N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl}glycyl-(3R,4S,5R)-3,4,5,6-tetrahydroxy-D-norleusine.
norleusine:

N-{[4-((2R,3R)-1-(4-Fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetldin-2-yl)phenoxy]acetyl}glycyl-N,2-dimethylalanine;

N-({4-[(2R,3R)-1-(4-Fluorophenyl)-3-({2-hydroxy-2-[4-(methylthio)phenyl]ethyl)thio)-4-oxoazetidin-2-yl]phenoxy)scetyl)glycyl-3-methyl-D-valine

N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazetidin-2-yl)phenoxy]acetyl)glycyl-5-(4-methylbenzyl)-D-oystoino cysteine:

N-{[4-((2R,3R)-1-(4-fluorophenyl)-3-{[2-(4-fluorophenyl)-2-hydroxyethyl]thio}-4-oxoazotidin-2-yl)phenoxylacetyl}glycyl-S-(tert-butyl)-D-oysteino cysteino; and

 $N-\{[4-((2R,3R)-1-(4-fluorophenyl)-3-\{[2-(4-fluorophenyl)-2-hydroxyethyl]thio\}-4-oxoazetidin-2-yl)phenoxy]acetyl]glycyl-b,b-dimethyl-D-phenylalanine.$

12. (currently amended) A compound of the formula (XV) or hydrolysable esters or amides thereof:

wherein:

valine:

R1 is hydrogen, CL salkyl, C3-scycloalkyl or aryl; wherein said C1-salkyl may be

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optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy,

C₁₋₆alkoxy, N-(C₁₋₆alkyl)amino, N,N-(C₁₋₆alkyl)₂amino, G₁-G₂alkylcarbonylamino C₁-C₂

alkylcarbonylamino. C₁₋₆alkylS(O)₆ wherein a is 0-2. C₃₋₆cycloalkyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C₁₋₆alkyl or C₁₋₆alkoxy;

R² and R³ are independently hydrogen, a branched or unbranched C_{1-c}alkyl,
C_{3-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more
hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-c}alkoxy, aryl C_{1-c}alkoxy, (C_{1-C-1}si; N(C_{1-c}alkyl)amino, N₁N-(C_{1-c}alkyl)₂amino, C_{1-c}alkylS(O)₂, arylC_{1-c}alkylS(O)₃, arylC_{1-c}alkylS(O)₃,
wherein a is 0-2, C_{3-c}cycloalkyl or aryl; and wherein any aryl group may be optionally
substituted by one or two substituents selected from halo, hydroxy, C_{1-c}alkyl or C_{1-c}alkoxy;

R³ is hydrogen, alkyl, halo, C₁₋₆alkoxy or C₁₋₆ alkylS-;

R4 is hydrogen, C1-6 alkyl, halo or C1-6alkoxy;

R6 is hydrogen, C14 alkyl, or arylC14 alkyl; and

 R^7 is an hydroxy group or a $C_{1:3}$ alkoxy group; wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof:

with the proviso that said compound is not 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl)-4-[4-(N-[(R)-1-(carboxy)-2-(hydroxy)ethyl]carbamoylmethyl]carbamoylmethoxy)phenyl]azetidin-2-one; or 3-(R)-4-(R)-1-(phenyl)-3-[2-(4-fluorophenyl)-2-hydroxyethylsulphanyl]-4-[4-[N-((R)-α-[N-[(S)-1-(carboxy)-2-(hydroxy) ethyl]carbamoyl]benzyl)carbamoylmethoxy]phenyl]azetidin-2-one.

13. (currently amended) A method of treating or preventing a hyperlipidemic condition byperlipidemic conditions comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 claim 1 to a mammal in need thereof.

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- 14. (currently amended) A method of treating or preventing atherosclerosis comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 claim 1 to a mammal in need thereof.
- 15. (currently amended) A method for treating or preventing Alzheimers' disease comprising the administration of an effective amount of a compound according to any one of claims 1 to 12 claim 1 to a mammal in need thereof.
- 16. (corrently amended) A method for treating or preventing a cholesterol associated tumor cholesterol associated tumors comprising the administration of an effective amount of a compound according to easy one of claims 1 to 12 claim 1 to a mammal in need thereof.
- 17. (currently amended) A pharmaceutical formulation comprising a compound according to any one of claims 1 to 12 claim 1 in admixture with a pharmaceutically acceptable adjuvant, diluent and/or carrier adjuvants, diluents and/or carriers.
- 18. (currently amended) A combination of a compound according to formula (I)

wherein:

R¹ is hydrogen, C₁ calkyl, C₂ ccycloslkyl or sryl; wherein said C₁ calkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C₁ calkoxy, N(C₁ calkyl)amino, N.N-(C₁ calkyl)amino, C₁ C₂ alkylcarbonylamino, C₁ calkylS(O), wherein a is 0-2, C₂ ccycloalkyl or sryl; and wherein any sryl group may be

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optionally substituted by one of two substituents selected from halo, hydroxy, C1_salkyl or C1_salkoxy.

R² and R⁵ are independently hydrogen, a branched or unbranched C₁-alkyl.

C1-cyclosikyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyago, carbamoyl, carboxy, C_{1-c}alkoxy, aryl C_{1-c}alkoxy, (C₁-C₄)₂Si.

N-(C_{1-c}alkyl) amino, N.N-(C_{1-c}alkyl) amino, C_{1-c}alkylS(O), C_{2-c}cyclosikyl, aryl or aryl C_{1-c}alkylS(O), wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-c}alkyl or C_{1-c}alkoxy;

R³ is hydrogen, alkyl, halo, C₁ salkoxy of C₁ salkylS-:

R4 is hydrogen, C16 alkyl, halo or C1 calkoxy:

R6 is hydrogen. C1-salkyl, or arvlC1-salkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or according to formula (I2)

(12)

wherein;

R¹ is hydrogen, C_{1-calkyl}, C_{1-caveloalkyl} or aryl; wherein said C_{1-calkyl} may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-calkyl}, amino, C_{1-calkyl},

R2 and R5 are independently hydrogen, a branched or unbranched C1 calkyl.

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C_{1-c}cycloalkyl or aryl; wherein said C_{1-c}alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-c}alkoxy, aryl C_{1-c}alkoxy, (C_{1-c}alkoxy, (C_{1-c}alkoxy, (C_{1-c}alkoxy, (C_{1-c}alkoxy, (C_{1-c}alkoxy, aryl or aryl C_{1-c}alkyl)amino, N.N-(C_{1-c}alkyl)₂amino, C_{1-c}alkylS(O)₁, C_{2-c}cycloalkyl, aryl or aryl C_{1-c}alkylS(O)₁, wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or two substitutents selected from halo, hydroxyl C_{1-c}alkyl of C_{1-c}alkoxyl)

R' is hydrogen, alkyl, halo, Cicalkoxy or Cicalkyls.

R4 is hydrogen, C1.4 alkvl, halo or C1.4 alkoxy.

R⁶ is hydrogen, C₁₋₅ alkyl; or arvlC₁₋₅ alkyl;

wherein R⁵ and R² may form a ring with 2-7 carbon atoms and wherein R⁶ and R² may form a ring with 3-6 carbon atoms;

with a PPAR alpha and/or gamma agonist.

19. (currently amended) A combination of a compound according to formula (I)

wherein:

R¹ is hydrogen, C_{1-calkyl} C_{1-calkyl} or aryl; wherein said C_{1-calkyl} may be optionally substituted by one or more hydroxy, amino, guanidino, carbamoyl, carboxy, C_{1-calkyl} amino, N,N-(C_{1-calkyl}) amino, C_{1-calkyl} amino, C_{1-calkyl} or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C_{1-calkyl} or C_{1-calkoxy}.

R² and R⁵ are independently hydrogen, a branched or unbranched C_{1-calkyl}.

C_{2-ccycloalkyl} or aryl: wherein said C_{1-calkyl} may be optionally substituted by one or more

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hydroxy, arrino, guanidino, evano, carbamoy), carboxy, C₁-calkoxy, arril C₁-calkoxy, (C₁-C₄)₃Si.

N-(C₁-calkyl)arrino, N.N-(C₁-calkyl)-arrino, C₁-calkylS(O)₁, C₂-ceycloalkyl-arri or arril C₁₋₆

alkylS(O)₂, wherein a is 0-2; and wherein any arril group may be optionally substituted by one or
two substituents selected from halo, hydroxy, C₁-calkyl or C₁-calkoxy;

R3 is hydrogen, alkyl, halo, C1-calkoxy or C1-calkylS-;

R4 is hydrogen, C1 alkyl, halo or C1 salkoxy;

R6 is hydrogen, C1-6 alkyl, or arviC1-6 alkyl;

wherein R^5 and R^2 may form a ring with 2-7 carbon atoms and wherein R^6 and R^2 may form a ring with 3-6 carbon atoms;

or according to formula (12)

wherein:

R¹ is hydrogen, C₁₋₆alkyl, C₂₋₆cyclosikyl or aryl; wherein said C₁₋₆alkyl may be optionally substituted by one or more hydroxy, amino, guanidino, carbantovi, carboxy.

C₁₋₆alkoxy, N-(C₁₋₆alkyl)amino, N.N-(C₁₋₆alkyl)amino, C₁₋₇alkylcarbonylamino,

C₁₋₆alkylS(O), wherein a is 0-2, C₁₋₆cyclosikyl or aryl; and wherein any aryl group may be optionally substituted by one or two substituents selected from halo, hydroxy, C₁₋₆alkyl or C₁₋₆alkoxy;

R² and R³ are independently hydrogen, a branched of unbranched C_{1-salkyl},

C_{2-c}cyclosikyl or aryl; wherein said C_{1-salkyl} may be optionally substituted by one or more

hydroxy, amino, guanidino, cyano, carbamoyl, carboxy, C_{1-salkoxy}, aryl C_{1-salkoxy}, (C_{1-Ca)-Si},

N-(C_{1-salkyl}) amino, N.N-(C_{1-salkyl}) amino C_{1-salkyl}S(O). C_{2-c}cyclosikyl, aryl or aryl C_{1-salkyl}

alkylS(O), wherein a is 0-2; and wherein any aryl group may be optionally substituted by one or

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two substituents selected from halo, hydroxy, C1 calkyl or C1 calkoxy.

R³ is hydrogen, alkyl, halo, C₁₋₆alkoxy or C₁₋₆ alkylS-;

R⁴ is hydrogen, C₁₋₆ alkyl, halo or C₁₋₆ alkexy;

R⁶ is hydrogen, C_{1.5} alkyl, or arylC_{1.5} alkyl:

wherein R⁵ and R² may form a ring with 2-7 carbon atoms and wherein R⁶ and R² may form a ring with 3-6 carbon atoms:

with an HMG Co-A reductase inhibitor.

20. (currently amended) A process for preparing a compound of formula (I) or a pharmaceutically acceptable salt, solvate, solvate of such a salt or a prodrug thereof which process (wherein variable groups are, unless otherwise specified, as defined in formula (I)) comprises of comprising:

Process 1) a) reacting a compound of formula (II):

with a compound of formula (III):

wherein L is a displaceable; group;

Process 2) b) reacting an acid of formula (IV):

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or an activated derivative thereof; with an amine of formula (V):

Process 3): c) reacting an acid of formula (VI):

or an activated derivative thereof, with an amine of formula (VII):

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Process 4): d) reducing a compound of formula (VIII):

Process 5): e) reacting a compound of formula (IX):

with a compound of formula (X):

wherein L is a displaceable group;

Process 6): 1) reacting a compound of formula (XI):